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Attorneys for OFFICIAL COMMITTEE
OF UNSECURED CREDITORS

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SAN FERNANDO VALLEY DIVISION

In re:
ICPW Liquidation Corporation, a California
corporation¹,
Debtor and Debtor in Possession.

Lead Case No.: 1:17-bk-12408-MB

Jointly administered with: 1:17-bk-12409-MB
Chapter 11 Cases

In re:
ICPW Liquidation Corporation, a Nevada
corporation²,
Debtor and Debtor in Possession.

**DECLARATION OF SAM MITTELDORF
IN SUPPORT OF THE FIRST AND FINAL
APPLICATION FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES
FOR PROVINCE, INC. AS FINANCIAL
ADVISOR TO THE COMMITTEE OF
UNSECURED CREDITORS FOR THE
PERIOD SEPTEMBER 22, 2017 TO
NOVEMBER 10, 2017]**

☐ Affects both Debtors
☒ Affects ICPW Liquidation Corporation, a
California corporation only
☐ Affects ICPW Liquidation Corporation, a
Nevada corporation only

DATE: December 12, 2017
TIME: 1:30 p.m.
CTRM: 303
21041 Burbank Blvd.
Woodland Hills, CA 91367

¹ Formerly known as Ironclad Performance Wear Corporation, a California corporation.

² Formerly known as Ironclad Performance Wear Corporation, a Nevada corporation.

1 I, Sam Mitteldorf, declare as follows:

2 1. I am the duly appointed Committee Chair for The Official Committee of Unsecured
3 Creditors (the "Committee") for the Bankruptcy Estate of ICPW Liquidation Corporation, a
4 California corporation ("ICPW California"). I have personal knowledge of the facts stated in this
5 declaration, except as to those stated on information and belief and, as to those, I am informed and
6 believe them to be true. If called as a witness, I could and would competently testify to the
7 matters stated herein.

8 2. This declaration is submitted in support of the First And Final Application For
9 Compensation And Reimbursement Of Expenses For Province, Inc. As Financial Advisor To The
10 Committee Of Unsecured Creditors For The Period September 22, 2017 To November 10, 2017
11 ("Application"). The Application seeks the payment of fees and reimbursement of costs in
12 connection with professional services performed by Province, Inc. as financial advisor to the
13 Committee in the bankruptcy case of ICPW California for the period of September 22, 2017
14 through and including November 10, 2017.

15 3. I have reviewed the Application, including exhibits, and I have no objection to the
16 Application.

17 I declare under penalty of perjury under the laws of the United States of America and the
18 State of California that the foregoing is true and correct.

19 Executed November 27, 2017, at Sherman Oaks, California.

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22 SAM MITTELDORF
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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
2211 Michelson Drive, Suite 700, Irvine, CA 92612

A true and correct copy of the foregoing document entitled (*specify*): **DECLARATION OF SAM MITTELDORF IN SUPPORT OF THE FIRST AND FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROVINCE, INC. AS FINANCIAL ADVISOR TO THE COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD SEPTEMBER 22, 2017 TO NOVEMBER 10, 2017** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) November 28, 2017, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

☒ Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) November 28, 2017, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

ICPW Liquidation Corporation,
a California corporation
15260 Ventura Blvd., 20th Floor
Sherman Oaks, CA 91403

ICPW Liquidation Corporation,
a Nevada corporation
15260 Ventura Blvd., 20th Floor
Sherman Oaks, CA 91403

☒ Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) November 28, 2017, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

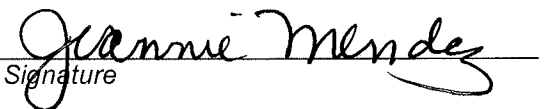
The Honorable Martin R. Barash
U.S. Bankruptcy Court
21041 Burbank Blvd.
Woodland Hills, CA 91367

☐ Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

November 28, 2017
Date

JEANNIE MENDEZ
Printed Name


Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

ADDITIONAL SERVICE INFORMATION (if needed):

TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF) [con't]:

Shiva D Beck	sbeck@gardere.com, jcharrison@gardere.com
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Sharon Z. Weiss	sharon.weiss@bryancave.com, raul.morales@bryancave.com

**ADDITIONAL SERVICE INFORMATION (if needed):
VIA U.S. MAIL**

<u>CREDITORS COMMITTEE:</u>	<u>EQUITY HOLDERS:</u>
Resources Global Professionals Attn: Brent Waters 17101 Armstrong Avenue Irvine, CA 92614 Winspeed Sports (Shanghai) Co., Ltd. c/o Brian Mitteldorf / Sam Mitteldorf Creditors Adjustment Bureau 14226 Ventura Blvd. Sherman Oaks, CA 91423 PT Sport Glove Indonesia Attn: Mark Robba Krandon Desa Pandowoharjo Sleman Yogyakarta 55512 Indonesia	Patrick W. O'Brien 301 Whitmore Lane Lake Forest, IL 60045-4707 Ronald Chez 1524 N. Astor Street Chicago, IL 60610 Scott Jarus 938 Duncan Avenue Manhattan Beach, CA 90266

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.